

Hilcorp Energy Company

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Houston, TX 77208-1229

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Suite 1800
Houston, TX 77002

Phone: 713/209-2400
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December 5, 2001

Commissioner of Conservation
Department of Natural Resources
Office of Conservation
P. O. Box 94275
Baton Rouge, Louisiana 70804-9275



RE: Proposed Substitute Unit Well
At Exceptional Location
SE N RB SUG
BASTIAN BAY FIELD
Plaquemines Parish, Louisiana

Gentlemen,

Application is hereby made on behalf of Hilcorp Energy Company for the calling of a public hearing, after ten (10) days legal notice, to consider evidence relative to the issuance of an order pertaining to the following matters relating to the SE N RB SUG; in the Bastian Bay Field, Plaquemines Parish, Louisiana, for which a unit was established and rules and regulations adopted by Office of Conservation Order No. 339-N-4, effective September 1, 1971.

1. To grant an exception to the spacing provisions of the 339-N Series of Office of Conservation Orders so as to authorize and permit Hilcorp Energy Company to designate their LL&E "C" No. 4 well as a substitute unit well for the SE N RB SUG, with a location from the nearest unit line as shown on the plat which is attached hereto and made a part hereof.
2. To designate Hilcorp Energy Company as the unit operator.
3. Except as may be in conflict with the provisions hereof, the provisions of the Office of Conservation Order No. 339-N-4 shall remain in full force and effect.
4. To consider such other matters as may be pertinent to the application.

The Hilcorp Energy Company – LL&E No. 1D (Serial Number 071659), the present unit well, ceased to produce on October 20, 2001. The proposed substitute unit well will recover hydrocarbons within the existing unit which would otherwise be lost.

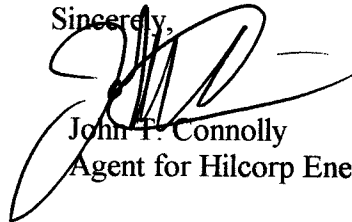
The N Sand, Reservoir B, in the Bastian Bay Field, Plaquemines Parish, Louisiana, was fully defined in Office of Conservation Order No. 339-N, effective May 15, 1958.

Office of Conservation
December 5, 2001

There is attached hereto and made a part hereof a plat outlining the subject unit created by Conservation Order No. 339-N-4, along with the location of the proposed substitute unit well. Pursuant to the revised Rules of Procedure, a list of names and addresses of the Interested Owners, Interested parties and Represented parties to whom this application is being sent is being furnished only to the Commissioner of Conservation and to the District Manager of the Lafayette District of the Office of Conservation. However, the list will be provided to any party requesting a copy. A diligent effort was made to ascertain the names and addresses of all Interested Owners, Interested Parties and Represented Parties as required by the Revised Rules of Procedure.

Finally, there is enclosed our check on behalf of the applicant, Hilcorp Energy Company, in the sum of \$700.00 payable to the Office of Conservation and representing the required hearing application fee.

Sincerely,



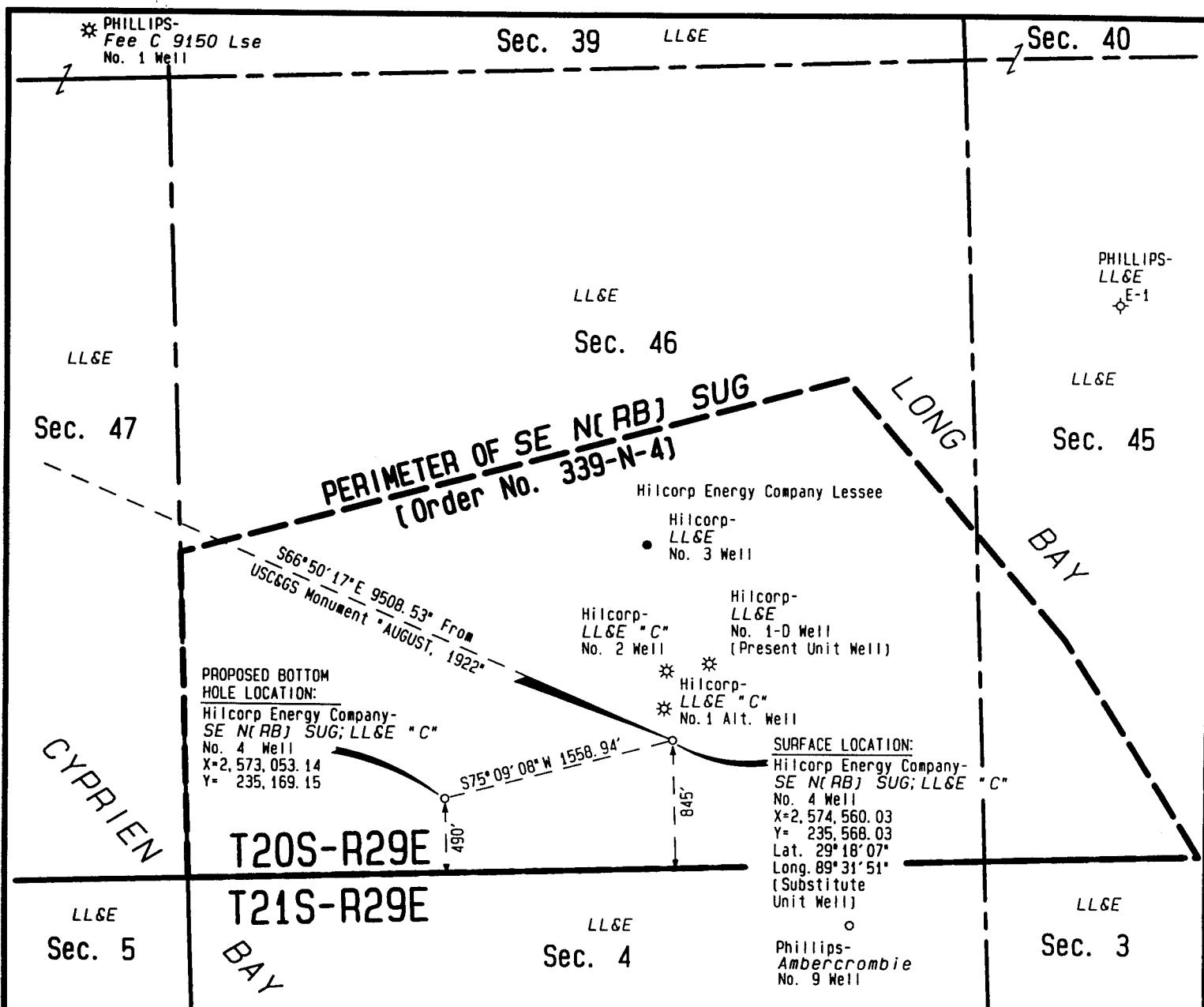
John T. Connolly
Agent for Hilcorp Energy Company

JTC/fm
Enclosures

Cc: Mr. Richard Hudson
Office of Conservation
P. O. Box 51285
Lafayette, Louisiana 70505

Interested Parties, Interested
Owners and Represented Parties

Mr. Mike Schoch
Hilcorp Energy Company
1201 Louisiana, Suite 1400
Houston, Texas 77002



Hilcorp Energy Company-SE N(RB) SUG; LL&E "C" No. 4 Well
 Surveyed November 7, 2001 as follows:
 SURFACE LOCATION being S66°50'17"E 9508.53' from
 USC&GS Monument "AUGUST, 1922", located in Section 46,
 T20S-R29E. PROPOSED BOTTOM HOLE LOCATION to be
 S75°09'08"W 1558.94' from Surface Location, located
 in Section 46, T20S-R29E, Plaquemines Parish, Louisiana.

No residential or commercial structures exist
 within a 500' radius of the proposed well
 location on November 7, 2001.

David L. Cormier
 David L. Cormier
 Professional Land Surveyor
 Registration No. 4715



29-K-1
HILCORP ENERGY COMPANY
 SE N(RB) SUG; LL&E "C" No. 4 Well
 Section 46, T20S-R29E
 Plaquemines Parish, Louisiana

C.H. Fenstermaker & Associates, Inc.

1000' 500' 0' 1000'

Civil Engineers Environmental Consultants Land Surveyors
 Houston Lafayette New Orleans

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|-------------------------------------|-----------------|
| REVISED: | |
| 2010489 i/infocad/rngeast/20S29E 85 | Drawn By: KJD |
| Date: November 28, 2001 | Proj. Mgr.: MBD |